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AMENDMENTS TO THE CLAIMS

This listing of Claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound having Formula I, or a pharmaceutically acceptable salt thereof, wherein

R¹ and R² are each C₁-C₃ alkyl, which are optionally substituted with 1-5 halogens independently selected from F and Cl;

R³ is selected from the group consisting of

- (a) H, and
- (b) C₁-C₃alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R⁴ is C₁-C₃ alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R⁵ is selected from the group consisting of H and C₁-C₃alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R6 is selected from H, Cl, CH3 and CF3;

R7 is selected from H and C₁-C₃ alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

A and B are each selected from H, Cl, F, CH3, and CF3;

The dashed line connecting the ring carbon atoms attached to R⁵ and R⁷ is an optional double bond;

X and Y are independently selected from O and S; and

n is an integer from 2-3.

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- 2. (original) A compound according to Claim 1, wherein X and Y are each O.
- 3. (original) A compound according to Claim 1, wherein A, B, and R⁷ are H.
- 4. (original) A compound according to Claim 1, wherein R⁵ is CF₃.
 - 5. (original) A compound according to Claim 1, wherein R⁵ is C₁-C₃ alkyl.
 - 6. (original) A compound according to Claim 1, wherein R⁶ is selected from Cl, CH₃ and CF₃.
 - 7. (original) A compound according to Claim 6, wherein R⁶ is Cl.
 - 8. (original) A compound according to Claim 1, wherein R³ and R⁴ are each independently selected from CH₃, C₂H₅, and C₃H₇.
 - 9. (original) A compound according to Claim 1, wherein R^1 and R^2 are each selected from CH3 and C2H5.
 - 10. (original) A compound according to Claim 9, wherein R¹ and R² are each CH₃.
 - 11. (original) A compound according to Claim 1, wherein

 R^1 and R^2 are each independently selected from the group consisting of CH3 and C_2H_5 :

R3 and R4 are each independently selected from the group consisting of CH3, C2H5, and C3H7;

 R^5 is CF3:

R6 is Cl;

R⁷, A, and B are H;

The dashed line connecting the ring carbon atoms attached to R5 and R7 is a double bond;

X and Y are O; and

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n is an integer from 2-3.

- 12. (original) A compound according to Claim 11, wherein R¹ and R² are each CH₃.
- 13. (original) A compound according to Claim 1, having the formula shown below, or a pharmaceutically acceptable salt thereof:

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14. (original) A pharmaceutical composition comprising a compound of Claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

Claim 15 cancelled

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16. (original) A method for treating one or more lipid disorders, selected from the group consisting of dyslipidemia, hypercholesterolemia, hyperlipidemia, hypertriglyceridemia, low HDL levels, and high LDL levels in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

Claims 17-27 cancelled

- 28. (original) A pharmaceutical composition comprising (1) a compound according to Claim 1, (2) one or more compounds selected from the group consisting of:
- (a) PPARγ agonists and partial agonists;
- (b) PPAR α/γ dual agonists;
- (c) other PPARα agonists;
- (d) PPARδ agonists;
- (e) Biguanides;
- (f) protein tyrosine phosphatase-1B (PTP-1B) inhibitors;
- (g) dipeptidyl peptidase IV (DP-IV) inhibitors;
- (h) insulin or insulin mimetics;
- (i) sulfonylureas;
- (j) α -glucosidase inhibitors;
- (k) glucagon receptor antagonists;
- (l) glycogen phosphorylase inhibitors;
- (m) 11-Beta-HSD type 1 enzyme inhibitors;
- (n) 11-Beta-HSD type 1 receptor antagonists;
- (o) exendin-4, exendin-3, GLP-1, GLP-1 mimetics, and GLP-1 receptor agonists;
- (p) GIP, GIP mimetics, and GIP receptor agonists;
- (q) PACAP, PACAP mimetics, and PACAP receptor 3 agonists;
- (r) HMG-CoA reductase inhibitors;
- (s) Bile acid sequestrants;
- (t) nicotinyl alcohol, nicotinic acid or a salt thereof;
- (u) ezetimibe and other inhibitors of cholesterol absorption;
- (v) acyl CoA:cholesterol acyltransferase inhibitors (ACAT inhibitors);
- (w) phenolic anti-oxidants;
- (x) ileal bile acid transporter inhibitors;
- (y) agents intended for use in the treatment of inflammatory conditions;
- (z) antiobesity compounds;
- (aa) thyroid hormone mimetics;

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(bb) LXR agonists;

- (cc) FXR agonists;
- (dd) PLTP inhibitors;
- (ee) CETP inhibitors;
- (ff) glucocorticoids; and
- (gg) TNF sequestrants; and
- (3) a pharmaceutically acceptable carrier.